

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

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In re SONY BMG CD Technologies Litigation :
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No. 05 CV 9575 (NRB)

ORDER

At a hearing on January 6, 2006, the Court granted preliminary approval to a Settlement Agreement dated as of December 28, 2005, between Plaintiffs, on behalf of a proposed Settlement Class, and Defendants, and the Court promptly entered a Hearing Order directing that notice be disseminated to members of the Settlement Class on or before February 15, 2006. On a joint motion of class counsel and defendant SONY BMG Music Entertainment, the Court hereby amends the Settlement Agreement and the Hearing Order, *nunc pro tunc* January 6, 2006, as follows:

1. The Settlement Agreement is amended to include, as a new Section III.W., the following:

Settlement Class Members who are entitled to receive promotional codes usable to download one or more of the albums from the list attached to Exhibit C, and who do not use those promotional codes by their expiration date (*i.e.*, 180 days after issuance), because, for example, they do not have access to a broadband internet connection and do not wish to download music over a dial-up connection, may, within 60 days after the expiration of the codes, return the codes to the Settlement Administrator, and receive in exchange a payment of two dollars (\$2.00), payable by check, for each unused code.

3. The Settlement Agreement is amended to include, as a new Section III.X, the following:

If, in particular instances, SONY BMG cannot within a reasonable time provide (i) a non-content protected replacement for an XCP CD returned pursuant to Section III.B.1, or (ii) MP3 downloads of the music on an XCP CD or a MediaMax CD pursuant to Sections III.B.1, III.E or III.F, then SONY BMG will provide an alternate benefit of equivalent or greater value, in a form acceptable to Class Counsel, and in consultation with the affected class member(s).


4. Paragraph 14 of the Hearing Order is amended to delete the date "May 1, 2006" in the third line of that paragraph, and to replace it with the following: "May 1, 2006, or within 60 days of the date on which the person becomes a Settlement Class Member (whichever is later)."

5. Exhibit E to the Settlement Agreement is replaced by Exhibit 1 to the parties' Agreed Motion to Modify the Settlement Agreement and Notice Forms dated January 30, 2006.

6. Exhibit F to the Settlement Agreement is replaced by Exhibit 2 to the parties' Agreed Motion to Modify the Settlement Agreement and Notice Forms dated January 30, 2006.

Dated: February 1, 2006

SO ORDERED, ADJUDGED AND DECREED


THE HONORABLE NAOMI REICE BUCHWALD
UNITED STATES DISTRICT JUDGE